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900002484849

-04/10/98-01047-011

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FLORIDA DURABLE MEDICAL EQUIPMENT, (Corporation Name) (Document #)

2. CORP. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)



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2:00



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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

98 APR 10 PM 12:54
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/10/98
EXAMINER'S INITIALS

FILED

98 APR 10 PM 12:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Florida Durable Medical Equipment, Corp.

The undersigned subscriber(s) to these articles of incorporation, being a natural person(s), competent to contract, hereby adopt(s) to form a corporation under the Business Corporation Act of the State of Florida. This corporation shall have all the corporate powers enumerated by the provisions of Chapter 607, of the Florida Statutes.

ARTICLE 1.01 NAME.

The name of this corporation is:

Florida Durable Medical Equipment, Corp.

ARTICLE 1.02 TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE 1.03 PURPOSE.

The general nature of the business to be transacted by this Corporation shall be any and all activities permitted under the laws of the United States of America and the State of Florida.

ARTICLE 2.01 PRINCIPAL ADDRESS.

The initial principal address of this corporation in the State of Florida shall be:

***4800 West Flagler Street. Suite 227
Miami, Florida. 33134***

The Board of Directors, at their discretion, may move the principal office to any other location in the State of Florida.

Prepared By: **James L. Vincent**
AccounTax, Inc.
329 Alesio Avenue
Coral Gables, Florida. 33134
(305)-443-7533

ARTICLE 3.01 CAPITAL STOCK.

The number of shares of stock, this corporation is authorized to have outstanding at any one time is:

500 SHARES \$1.00 PAR VALUE EACH

ARTICLE 3.02 PREEMPTIVE RIGHTS.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 3.03 INITIAL CAPITAL.

The amount of capital with which this corporation will begin business is, not less than:

\$500.00 (Five Hundred) DOLLARS

ARTICLE 4.01 INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name of the initial registered agent of this corporation, to accept services of process within the State of Florida is:

Blanca Arenas Vazquez

The street address of the initial registered agent is:

**5310 SW 7th Street
Miami, Florida. 33134**

Please refer to Certificate of designation of Registered Agent/Registered Office attached to the Articles of Incorporation.

ARTICLE 5.01 INCORPORATOR(S).

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is/are:

Name(s):

Blanca Arenas Vazquez

Address(es):

**5310 SW 7th Street
Miami, Florida. 33134**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 8th day of April 8, 1998


Signature

ARTICLE 6.01 INITIAL DIRECTORS.

This corporation shall have ONE director(s), initially. The number of directors may be increased or diminished from time to time by the bylaws of the corporation, but shall never be less than ONE. The name(s) of the initial director(s) of this corporation is/are:

<u>Name:</u>	<u>Title:</u>	<u>Address:</u>
<u>Blanca Arenas Vazquez</u>	<u>President</u>	<u>5310 SW 7th Street</u> <u>Miami, Florida, 33134</u>

ARTICLE 7.01 VOTING RIGHTS.

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE 7.01 INITIAL ISSUANCE OF COMMON SHARES.

The shares of capital stock of this Corporation, shall be issued initially to the following person(s), and in the amount specified opposite their name:

<u>NAME:</u>	<u>NUMBER OF SHARES:</u>
Blanca Arenas Vazquez	500 Shares

ARTICLE 8.01 GENERAL POWERS.

This Corporation shall have all of the Corporate powers enumerated in the Business Corporation Act, of the Florida Statutes 607.0302 Including Emergency Powers as outlined in F.S. 607.0303. And all other powers permitted under the laws of the United States of America, and the State of Florida.

ARTICLE 9.01 BYLAWS.

The powers to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE 10.01 INDEMNIFICATION.

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE 11.01 AMENDMENT.

This Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 8th DAY OF April, 1998

Blanca Lilia Arenas
Blanca Arenas Vazquez

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: **Florida Durable Medical Equipment, Corp.**
2. The Name and Address of the Registered Agent is:
Blanca Arenas Vazquez
5310 SW 7th Street
Miami, Florida. 33134

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I Hereby accept the appointment as the Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Blanca Lilia Arenas
Signature

04-08-98
DATE

STATE OF FLORIDA)
COUNTY OF DADE) S.S.

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **James L. Vincent**, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me the execution of these Articles of Incorporation.

In WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County set forth above, this **8th** day of **April, 1998**.

FILED
98 APR 10 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

My Commission Expires:

[Signature]
Notary Public, State of Florida.